

HANKS AND FROST, P.A.

LAWYERS

Tom Frost

Member of the Florida and Michigan Bars

Mark Hanks

Member of the Florida and Missouri Bars

The Bay West Center

7901 Fourth Street North, Suite 315

St. Petersburg, FL 33702

Tele: (813) 578-8529/Fax: 579-0539

January 7, 1998

Division of Corporations

Department of State

P.O. 6327

Tallahassee, FL 32314

500002395265--3

-01/09/98-01042-017

***122.50 ***122.50

Re: R n S Enterprises

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for "R n S Enterprises" along with a check in the amount of \$122.50 for the filing fee, designation of registered agent and certified copy. An exact copy of the Articles is also enclosed.

Please return a certified copy of the Articles to my office.

Sincerely,



Mark Hanks

MH/kj

cc: Shirley Harrison

FILED
98 JAN -9 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
1-13-98

**ARTICLES OF INCORPORATION
OF
R n S ENTERPRISES**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

NAME

- I. The name of the Corporation shall be R n S Enterprises, Inc.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

- II. The location and address of the Corporation's initial registered office in Florida is 1759 26th Avenue North, St. Petersburg, Pinellas County, Florida. The initial registered agent at the registered office is Shirley Harrison.

ARTICLE THREE

MAILING ADDRESS

- III. The principal place of business and mailing address of the Corporation shall be 1759 26th Avenue North, St. Petersburg, FL 33713.

ARTICLE FOUR

DURATION

- IV. The term of existence of the Corporation is perpetual.

ARTICLE FIVE

INCORPORATORS

V. The names and post office addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Shirley Harrison	1759 26th Avenue North St. Petersburg, FL 33713
Sandra Baptist	1759 26th Avenue North St. Petersburg, FL 33713

ARTICLE SIX

DIRECTORS

VI. The Board of Directors shall consist of two members. The names and addresses of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Shirley Harrison	1759 26th Avenue North St. Petersburg, FL 33713
Sandra Baptist	1759 26th Avenue North St. Petersburg, FL 33713

ARTICLE SEVEN

CAPITAL STOCK

VII. The number of shares of stock that the Corporation is authorized to have outstanding is 500, all of which shall be common shares with par value of \$1.00.

ARTICLE EIGHT

STATED CAPITAL

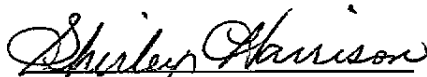
VIII. The amount of capital with which the Corporation shall begin business is \$500.00.

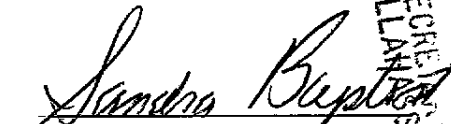
ARTICLE NINE

AMENDMENT OF ARTICLES

IX. The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 31st day of December, 1997.


Shirley Harrison, Incorporator


Sandra Baptist, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated this 31st day of December, 1997.


Shirley Harrison, Registered Agent